

**RECEIVED**  
 BY *[Signature]* DATE *1/30/08*

**UNITED STATES DISTRICT COURT  
 SOUTHERN DISTRICT OF NEW YORK**

**Universal-Investment-Gesellschaft mbH,**

**Plaintiff,**

**v.**

**Vivendi Universal, S.A., Jean Marie Messier,  
 and Guillaume Hannezo,**

**Defendants.**

**Civil Action No. 07 Civ. 10954 (RJH)**

**Related to No. 02 Civ. 5571 (RJH)**

**Motion to Admit Counsel Pro Hac Vice**

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Leslie M. Kelleher, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission pro hac vice of

Applicant's Name: Kevin C. Maclay  
 Firm Name: Caplin & Drysdale, Chartered  
 Address: One Thomas Circle, N.W.  
 City/State/Zip: Washington, D.C. 20005  
 Telephone/Fax: (202) 862-7801 / (202) 429-3301

FILED  
 U.S. DISTRICT COURT  
 S.D. OF N.Y.  
 2008 JAN 30 PM 10:37


Kevin C. Maclay is a member in good standing of the Bar of the State of Maryland and the District of Columbia Bar. There are no pending disciplinary proceedings against Kevin C. Maclay in any State or Federal Court.

639946 #25 1-30-08 MQ

- 2 -

Dated: 1/24/08  
City, State: Washington, D.C.

Respectfully submitted,

  
\_\_\_\_\_  
Leslie M. Kelleher  
SDNY Bar. No. LK5943  
Caplin & Drysdale, Chartered  
375 Park Avenue, 35<sup>th</sup> Floor  
New York, New York 10152-34500  
Phone: (212) 319-7125  
Fax: (212) 644-6755

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SOUTHERN DISTRICT OF NEW YORK**

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**Affidavit of Leslie M. Kelleher in  
Support of Motion to Admit Counsel  
Pro Hac Vice**

State of New York            )  
  ) ss:  
County of New York        )


Leslie M. Kelleher, being duly sworn, hereby deposes and says as follows:

1. I am Leslie M. Kelleher, counsel for Universal-Investment-Gesellschaft mbH, in the above-captioned action. I make this statement based on my personal knowledge of the facts set forth herein and in support of Plaintiff's motion to admit Kevin C. Maclay as counsel pro hac vice to represent Plaintiff in this matter.
2. I am a member in good standing of the Bar of the State of New York, and was admitted to practice law in 1989. I am also admitted to the Bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Kevin C. Maclay since 2006.
4. Mr. Maclay is Of Counsel at Caplin & Drysdale, Chartered, in Washington, D.C.
5. I have found Mr. Maclay to be a skilled attorney and a person of integrity. He is experienced in federal practice and is familiar with the Federal Rules of Procedure.
6. Accordingly, I am pleased to move the admission of Kevin C. Maclay, pro hac vice.
7. I respectfully submit a proposed order granting the admission of Kevin C. Maclay, pro hac vice, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Kevin C. Maclay, pro hac vice, to represent Universal-Investment-Gesellschaft mbH in the above-captioned matter, be granted.

Dated: 1/24/08  
City, State: Washington, D.C.

Respectfully submitted,

  
\_\_\_\_\_  
Leslie M. Kelleher  
SDNY Bar No. LK5943



District of Columbia Court of Appeals  
Committee on Admissions  
500 Indiana Avenue, N.W. — Room 4200  
Washington, D. C. 20001  
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia Court of Appeals, do hereby certify that

Kevin C. Maclay

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was on the 5<sup>th</sup> day of January, 1996

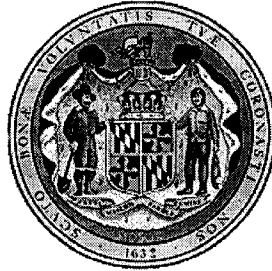
duly qualified and admitted as an attorney and counselor and entitled to practice before this Court and is, on the date indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have hereunto subscribed my name and affixed the seal of this Court at the City of Washington, D.C., on January 18, 2008.

GARLAND PINKSTON, JR., CLERK

By: *M. Chade*  
Deputy Clerk

**Court of Appeals  
of Maryland  
Annapolis, MD**



**CERTIFICATE OF GOOD STANDING**

STATE OF MARYLAND, ss:

I, Alexander L. Cummings, Clerk of the Court of Appeals of Maryland,  
do hereby certify that on the fourteenth day of December, 1994,

**Kevin Clark Maclay**

*having first taken and subscribed the oath prescribed by the Constitution and  
Laws of this State, was admitted as an attorney of said Court, is now in good  
standing, and as such is entitled to practice law in any of the Courts of said  
State, subject to the Rules of Court.*

**In Testimony Whereof,** I have hereunto  
set my hand as Clerk, and affixed the Seal  
of the Court of Appeals of Maryland, this  
seventeenth day of January, 2008.

  
Clerk of the Court of Appeals of Maryland

# **EXHIBIT A**

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**Universal-Investment-Gesellschaft mbH,**

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**v.**

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**Defendants.**

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**Related to No. 02 Civ. 5571 (RJH)**

**Order for Admission Pro Hac Vice on  
Written Motion**

Upon the motion of Leslie M. Kelleher, attorney for Universal-Investment-Gesellschaft mbH, and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Applicant's Name:	Kevin C. Maclay
Firm Name:	Caplin & Drysdale, Chartered
Address:	One Thomas Circle, N.W.
City/State/Zip:	Washington, D.C. 20005
Telephone/Fax:	(202) 862-7841 / (202) 429-3301
Email Address:	kcm@capdale.com

Is admitted to practice pro hac vice as counsel for Universal-Investment-Gesellschaft mbH in the above-captioned case in the United States District Court for the Southern District of New York.

All Attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing



(ECF) system, counsel shall immediately apply for an ECF password at [nysd.uscourts.gov](http://nysd.uscourts.gov).

Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated:

City, State:

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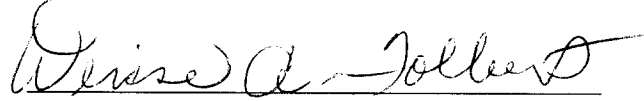
Richard J. Holwell  
United States District/Magistrate Judge

**CERTIFICATE OF SERVICE**

I declare under penalty of perjury that on January 25, 2008, I served a copy of the MOTION TO ADMIT COUNSEL PRO HAC VICE with the Admissions Clerk of the United States District Court for the Southern District of New York, by overnight delivery. I also caused copies of the same, and of this Certificate of Service, to be served on the following parties by the means indicated below:

Via Federal Express to:

Morris A. Bowie, II, Esq. Richard M. Lorenzo, Esq. James G. Szymanski, Esq. Day Pitney, LLP. 875 Third Avenue 28 <sup>th</sup> Floor New York, NY 10022	Martin L. Perschetz, Esq. Einat Philip, Esq. Michael E. Swartz, Esq. Schulte Roth & Zabel, LLP 919 Third Avenue New York, NY 10022
Lisa Albert, Esq. Michael J. Malone, Esq. King & Spalding, LLP. 1185 Avenue of the Americas New York, NY 10036	Jonathan D. Polkes, Esq. James W. Quinn, Esq. Penny P. Reid, Esq. Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, NY 10023
Timothy G. Cameron, Esq. Michael T. Reynolds, Esq. Paul C. Saunders, Esq. Daniel Slifkin, Esq. Cravath, Swaine & Moore LLP 825 Eighth Avenue New York, NY 10019	Michael E. Elsner, Esq. Joseph F. Rice, Esq. Ann K. Ritter, Esq. Motley Rice LLC 28 Bridgeside Boulevard P.O. Box 1792 Mount Pleasant, SC 29465
William H. Narwold , Esq. Ingrid L. Moll, Esq. Motley Rice LLC One Corporate Center 20 Church Street, 17 <sup>th</sup> Floor Hartford, CT 06103	

A handwritten signature in black ink, reading "Denise A. Tolbert". The signature is fluid and cursive, with a horizontal line drawn underneath it.

Denise A. Tolbert

Caplin & Drysdale, Chartered

1 Thomas Circle, NW

Washington, DC 20005

(202) 862-5000

(202) 429-3301 (facsimile)